

# MEMORANDUM

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To: Tarrant County Hospital District Joint Board of Managers and Governance Committee  
Virtual Meeting October 22, 2020

From: De'Angela Wright

Date: November 15, 2020

Re: Meeting Minutes from October 22, 2020 Joint Board of Managers and Governance  
Committee Meeting

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In accordance with section 418.016 of the Texas Government Code, Governor Abbott has suspended various provisions that require government officials and members of the public to be physically present at a specified meeting location. In accordance with this suspension, the Tarrant County Board of Managers held a virtual meeting on October 22, 2020. The agenda for this meeting was posted in the following locations:

1. Tarrant County Commissioner Court Web Site; and
2. Tarrant County Hospital District Web Site.



GOVERNOR GREG ABBOTT

**For Immediate Distribution** | March 16, 2020 | (512) 463-1826

**Governor Abbott Allows Virtual And Telephonic Open Meetings To Maintain Government Transparency**

*Ensures continued government operation while preserving transparency*

AUSTIN - Governor Greg Abbott today acted to maintain government transparency and continued government operations while reducing face-to-face contact for government open meetings. As Texas works to mitigate the spread of COVID-19, the Governor granted the Office of the Attorney General's request for suspension of certain open-meeting statutes. This temporary suspension will allow for telephonic or videoconference meetings of governmental bodies that are accessible to the public in an effort to reduce in-person meetings that assemble large groups of people.

"Even as the State of Texas takes precautionary measures to contain the spread of COVID-19, we also have a responsibility to maintain government transparency," said Governor Abbott. "With today's action, Texas is reducing non-essential in-person contact for a limited period, while ensuring that state and local government entities continue to work to fulfill necessary functions and with full transparency for the people of Texas. I urge state and local officials to do their part to mitigate the spread of COVID-19 by avoiding meetings that bring people into large group settings."

In accordance with section 418.016 of the Texas Government Code, Governor Abbott has suspended various provisions that require government officials and members of the public to be physically present at a specified meeting location. This temporary suspension will leave important open-meeting protections in place:

- Members of the public will be entitled to participate and address the governmental body during any telephonic or videoconference meeting.
- To hold a telephonic or videoconference meeting, a governmental body must post a written notice that gives the public a way to participate remotely, such as a toll-free dial-in number, and that includes an electronic copy of any agenda packet that officials will consider at the meeting.
- A governmental body must provide the public with access to a recording of any telephonic or videoconference meeting.

State and local officials who have questions about open-meeting requirements after this suspension should submit them to the Office of the Attorney General via e-mail at [TOMA@oag.texas.gov](mailto:TOMA@oag.texas.gov), or by leaving a message at (888) 672-6787. Officials with questions about teleconference and videoconference capabilities offered by the Texas Department of Information Resources should visit [dir.texas.gov](http://dir.texas.gov) or call (512) 475-4700. Officials who hold videoconference meetings are encouraged to provide for participation via telephone for members of the public without videoconferencing capability. If officials are not holding a telephonic or videoconference meeting, all open-meeting requirements apply.

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**KEN PAXTON**  
ATTORNEY GENERAL OF TEXAS

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FOR IMMEDIATE  
RELEASE

March 16, 2020

[www.texasattorneygeneral.gov](http://www.texasattorneygeneral.gov)

**PRESS OFFICE: (512) 463-2050**

Kayleigh Date:

[Communications@oag.texas.gov](mailto:Communications@oag.texas.gov)

**Governor's Office Clears Path for Governmental Bodies to Meet Telephonically or  
by  
Videoconference During Coronavirus Disaster**

AUSTIN - Governor Abbott's office today approved a request by the Office of the Attorney General to temporarily suspend a limited number of open meeting laws in response to the Coronavirus (COVID-19) disaster. This action will allow governmental bodies to conduct meetings by telephone or video conference to advance the public health goal of limiting face-to-face meetings (also called "social distancing") to slow the spread of the Coronavirus (COVID-19).

Importantly, however, this action does not suspend requirements that governmental bodies conduct meetings in a transparent and accessible manner. Specifically, governmental bodies are still be required to do the following:

- provide online written notice containing a public toll-free dial-in number or a free-of-charge videoconference link, as well as an electronic copy of any agendapacket,

- before conducting telephonic or video conference meetings:
- provide the public with access and a means to participate in those meetings, preferably through two-way audio or video connections; and
  - provide the public with access to a recording of those meetings.

Please click [here](#) for a complete list of the open meeting provisions that have been temporarily suspended. State agencies and local governmental bodies may contact the Office of the Attorney General with question about the suspension order by telephone at (888) 672-6787 or via email at [TOMA@oag.texas.gov](mailto:TOMA@oag.texas.gov). Officials with questions about teleconference and videoconference capabilities offered by the Texas Department of Information Resources should visit [dir.texas.gov](http://dir.texas.gov) or call (512) 475-4700.

For information on the spread or treatment of Coronavirus (COVID-19), please visit the Texas Department of State Health Services.

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TARRANT COUNTY HOSPITAL DISTRICT (TCHD)  
d/b/a JPS HEALTH NETWORK

JPS HEALTH NETWORK  
1500 S. MAIN STREET  
FT. WORTH, TX 76104

3RD FLOOR OPC CONFERENCE ROOM

JOINT BOARD OF MANAGERS AND GOVERNANCE COMMITTEE MEETING  
1:00 P.M, October 22, 2020

Meeting Minutes

The Joint TCHD Board of Managers and Governance Committee met Thursday, October 22, 2020 in the auditoriums of the JPS Health Network Outpatient Building, 1500 S. Main Street, Fort Worth, Texas 76104. The following Board/Committee members were present:

Roger Fisher II, Committee Chair  
Charles Webber, M.D., Chairman  
Dorothy DeBose, Vice Chairman  
Ralph Emerson, Jr.  
DT Nguyen  
Amanda Arizola  
Zim Zimmerman  
Steve Montgomery  
Dr. Jay Haynes, M.D

Committee Members Absent: None

Others Attending:

Robert Earley, President, and CEO  
Dr. Karen Duncan, Senior EVP, Chief Operating Officer  
Sharon Clark, Senior Executive Vice President, Chief Financial Officer  
Ron Skillens, Senior Vice President, Enterprise Risk Management, Chief Compliance Officer  
David Mendenhall, Vice President, Chief Technology Officer  
Zelia Baugh, Executive Vice President, Behavioral Health  
Dr. Jay Haynes, M.D., Sr. Medical Director Innovation and Integration,  
Zelia Baugh, Executive Vice President, Behavioral Health Administrator  
Dr. Janet Miles, M.D., Lab Administration  
Dr. Cheryl Hurd, M.D., Program Director, Behavioral Health Acclaim Administration  
Camille Sharratt, Executive Director, Access and Systems Innovations  
Dr. Danielle Ziegler, M.D, Trauma Surgeon, Acclaim Administration  
Dina Dent, Vice President, Chief Nursing Officer  
Dr. Tricia Elliott, M.D., Senior Vice President, Medical Academic Research Affairs  
Joy Parker, Vice President, Community Health  
Dr. Michael Hochberg, M.D., Senior Executive Vice President, JPS Health Network President Chief Clinical Officer

Daphne Walker, Senior Vice President, Chief Legal Counsel  
Michelle Atkins, Chief Audit Executive  
Tim Lachiusa, Director, Internal Audit  
De'Angela Wright, Recording Secretary

**I. CALL TO ORDER**

The meeting of the Joint Board of Managers and Governance Committee meeting was called to order at 1:01 p.m. by Committee Chair, Roger Fisher.

**II. CITIZENS WISHING TO ADDRESS THE COMMITTEE**

There were no citizens signed in to speak.

**III. APPROVAL OF MINUTES – Thursday, August 27, 2020**

Mr. Fisher called for a motion to approve the August 27, 2020 Governance Committee minutes. The motion was made by Zim Zimmerman and seconded by Dr. Charles Webber, M.D. The minutes were approved unanimously.

**IV. COMMITTEE CHAIR REPORT – R. Fisher**

Mr. Fisher discussed briefly to the Governance Committee of the meeting with the Hall Render team which conducted an assessment of the Compliance Program effectiveness. Hall Render noted with approval that Ron Skillens is allowed to speak to every full Board meeting in closed session.

**V. CONSIDER GOVERNANCE COMMITTEE REPORTS/UPDATES FOR DISCUSSION AND/OR COMMITTEE ACTION**

**A. ERM Update – Ron Skillens**

**1. Primary Care Risk Summary- Joy Parker and Ron Skillens**

**Summary:** Joy Parker addressed the board to discuss key risk areas of Primary Care and implementation of mitigations to improve risks within the organization.

**Action items:** Ron Skillens will bring a proposal to the board of areas to focus on after key risk areas have been met.

**B. Compliance Program and Updates- Ron Skillens and Michelle Atkins**

**1. Key Compliance Headlines**

**Summary:** Ron Skillens updated the Board on recent fines and enforcement actions.

**Action items:** Ron Skillens will work with the Price Transparency Rule Committee Headlines to provide an appropriate update to the Board.

**2. Proposed Board Training**

**Summary:** Ron Skillens briefed the Board regarding all compliance specific board education that has been completed, as well as proposed board training, such as Proposed Auditing Standards, Effective Compliance Program Requirements/Charter and Conflicts of Interest (Stark, Anti-kickback and Sunshine Act).

**Action Items:** Ron Skillens will discuss with senior management to propose a date to the Board Chair for board training.

3. Current Board Training –Michelle Atkins  
**Summary:** Michelle Atkins discussed Internal Audit standards with the board committee.  
**Action items:** There are no action items.

C. Policies and Procedures

1. LD 2900 Leadership Structure

**Summary:** Ron Skillens addressed the board to consider for approval of LD 2900 Leadership Structure to be archived.

**Action items:** Mr. Fisher motioned to table LD 2900 to a later date. Ron Skillens will have a Joint Commission consultant verify that LD 2900 policy will not be needed before archiving.

2. LD 4200/4201 Prevention and Detection of Fraud, Waste and Abuse.

**Summary-** Ron Skillens addressed the board to consider for approval of LD 4200/4201 Prevention and detection of Fraud, Waste and Abuse.

**Action items:** Mr. Fisher motioned to approve. Dr. Webber, M.D. motion approval Zim Zimmerman seconded. Motion was approved unanimously.

D. Internal Audit- Tim Lachiusa

1. Fiscal Year 2020 Internal Audit Client Survey Results

**Summary:** Mr. Lachiusa addressed the board regarding the Fiscal Year 2020 Internal Audit Client Survey scores.

**Actions items:** There are no action items.

**VI. REPORT OF LEGAL COUNSEL AND/OR LEGAL MATTERS REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL- Daphne Walker**

The Committee reconvened in Executive Session at 2:18 PM.

**VII. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE CLOSED SESSION AGENDA, PARAGRAPHS VII. A., B., C., D., E., AND F.**

The Committee reconvened in Open Session at 3:26 p.m.

**VIII. CONSIDER MATTERS REQUIRING COMMITTEE ACTION OR DISCUSSION:**

**IX. ADJOURN**

There being no further business, the meeting adjourned at 3:26 p.m.

  
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Roger Fisher II, Chair, Governance Committee

2/26/21  
\_\_\_\_\_  
Date